

CENTRUE FINANCIAL CORP
Form 4
January 24, 2008

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
STEVENSON KURT R

2. Issuer Name and Ticker or Trading Symbol
CENTRUE FINANCIAL CORP
[TRUE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
122 W MADISON STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/22/2008

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SR EXEC VICE PRES/CFO

OTTAWA, IL 61350

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|--------------------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| COMMON STOCK | 01/22/2008 | | M | 100 A \$ 16.0625 | 825 | D | |
| COMMON STOCK | 01/22/2008 | | M | 500 A \$ 18.5 | 1,325 ⁽¹⁾ | D | |
| COMMON STOCK | | | | | 6,770 | I | 401K PLAN |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| EMPLOYEE STOCK OPTION | \$ 15 | | | | | 02/11/2004 | 02/11/2009 | COMMON STOCK | 500 |
| EMPLOYEE STOCK OPTION | \$ 11.75 | | | | | 02/15/2006 | 02/15/2011 | COMMON STOCK | 2,93 |
| EMPLOYEE STOCK OPTION | \$ 14.25 | | | | | 11/13/2006 | 02/20/2012 | COMMON STOCK | 2,93 |
| EMPLOYEE STOCK OPTION | \$ 15.09 | | | | | 11/13/2006 | 12/19/2012 | COMMON STOCK | 2,39 |
| EMPLOYEE STOCK OPTION | \$ 20.3 | | | | | 11/13/2006 | 06/16/2015 | COMMON STOCK | 5,00 |
| EMPLOYEE STOCK OPTION | \$ 19.6 | | | | | 11/13/2007 | 07/07/2013 | COMMON STOCK | 7,50 (2) |
| EMPLOYEE STOCK OPTION | \$ 16.0625 | 01/22/2008 | | M | 100 | 11/18/2002 | 11/18/2009 | COMMON STOCK | 100 |
| EMPLOYEE STOCK OPTION | \$ 18.5 | 01/22/2008 | | M | 500 | 02/16/2003 | 02/16/2008 | COMMON STOCK | 500 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

STEVENSON KURT R
122 W MADISON STREET
OTTAWA, IL 61350

SR EXEC VICE PRES/CFO

Signatures

KURT R.
STEVENSON 01/24/2008

__Signature of Reporting Date
Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) ALL SHARES HELD JOINTLY WITH SPOUSE, EXCEPT FOR 900 SHARES HELD INDIVIDUALLY.
 - (2) THIS OPTION WILL VEST IN EQUAL INSTALLMENTS OF 1,500 SHARES PER YEAR OVER 5 YEARS BEGINNING 11/13/07.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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